

IMPORTANT NOTICE

To the Holders of the

Motors Liquidation Company
(formerly known as General Motors Corporation)

€1,000,000,000

7.250% Notes due 2013 ISIN No. XS0171942757

and

€1,500,000,000

8.375% Notes due 2033 ISIN No. XS0171943649¹

REGARDING DISTRIBUTION OF GUC TRUST UNITS

Reference is made to (i) the Fiscal and Paying Agency Agreement (the “Fiscal Agency Agreement”) among General Motors Corporation, now known as Motors Liquidation Company (the “Company”), Deutsche Bank AG London (the “Fiscal Agent”) and Banque Generale du Luxembourg S.A. dated July 3, 2003, pursuant to which the above-described notes (collectively, the “Notes”) were issued and (ii) to the Second Amended Joint Chapter 11 Plan dated as of March 18, 2011 of the Company and certain of its affiliates, which was confirmed by an order of the Bankruptcy Court for the Southern District of New York entered on March 29, 2011 (as so confirmed, the “Plan”) and which became effective on March 31, 2011 (the “Effective Date”). Capitalized terms used but not defined herein have the meanings ascribed to them in the Plan.

Wilmington Trust Company, in its capacity as trustee and trust administrator of the Motors Liquidation Company GUC Trust (the “GUC Trust Administrator”), hereby informs you that, pursuant and subject to the terms of the Plan and the GUC Trust Agreement referred to therein, a distribution (the “Units Distribution”) of transferable “units” representing contingent beneficial interests in the Motors Liquidation Company GUC Trust (the “GUC Trust Units”) is anticipated to be made on or about the date hereof to those persons (“Holders”) who were holders of beneficial interests in the Notes who received the initial distribution (the “Initial Distribution”) of New GM Stock and New GM Warrants (the “New GM Securities”) on or about April 21, 2011.

In connection with the Initial Distribution, in addition to the New GM Securities distributed to Holders in respect of claims relating to the respective Notes, the GUC Trust allocated on its books and records only a number of non-transferrable GUC Trust Units equal to one unit for each \$1,000 of Allowed General Unsecured Claims evidenced by such Notes.

The GUC Trust Units are now being issued and delivered in transferable form. The number of transferable GUC Trust Units to be allocated in the Units Distribution, per €1,000 of principal

¹ The ISIN numbers appearing herein have been included solely for the convenience of Holders. Wilmington Trust Company assumes no responsibility for the selection or use of such numbers and makes no representations as to the correctness of the ISIN numbers appearing herein.

amount of Notes held at the time of the Initial Distribution, is set forth below, although actual numbers of GUC Trust Units credited to the account of each Holder will be subject to rounding:²

Description of Notes	ISIN Number ¹	Number of GUC Trust Units (ISIN No. US62010U1016) ¹ per €1,000 Principal Amount
7.250% Notes due 2013	XS0171942757	1.509862
8.375% Notes due 2033	XS0171943649	1.507181

The terms of the Initial Distribution, and subsequent distributions made in respect of GUC Trust Units,³ of New GM Securities to Holders were previously described in notices issued by the Company on April 21, 2011 and by the GUC Trust Administrator on July 27, 2011 and October 25, 2011 (the “Prior Notices”). The transferable GUC Trust Units will be delivered and distributed in the Units Distribution in the same manner described in the Prior Notices, in accordance with the procedures established by the Clearstream and Euroclear clearing systems. Following the Units Distribution, however, all future distributions in respect of the GUC Trust Units (including future distributions of New GM Securities and cash, if any, in lieu of fractional securities) will no longer be made to Holders, but will instead be made to the holders of transferable GUC Trust Units in accordance with the requirements of the Plan and the procedures established by the Clearstream and Euroclear clearing systems.

It is possible that additional cash distributions may still be made to Holders from a separate trust created under the Plan, entitled the Motors Liquidation Company Avoidance Action Trust. Any such additional distributions will not be made to the holders of GUC Trust Units. Rather, such additional distributions will be made directly to Holders in the same manner described in the Prior Notices, in accordance with the procedures established by the Clearstream and Euroclear clearing systems.

Except as set forth in the Plan, the Fiscal Agency Agreement ceased to be of further force and effect on the Effective Date, and the Fiscal Agent has no further obligations under the Fiscal Agency Agreement except as set forth in the Plan.

Holders are not required by the Clearstream and Euroclear clearing systems, the Fiscal Agent or the common depository for the Notes to take any action in order to receive distributions pursuant to the Plan. As described above, Plan distributions will be made via the Clearstream and Euroclear clearing systems in accordance with customary procedures.

Information on the bankruptcy proceedings, including a copy of the Plan, can be found at: <http://www.motorsliquidationdocket.com/>. Information can also be found on the website

² The actual number of GUC Trust Units distributed on account of an entire series of Notes is subject to rounding as provided in Section 3.4(a) of the GUC Trust Agreement, and no fractional Units will be distributed. Furthermore, each Holder’s allocated number of GUC Trust Units may vary slightly due to rounding in accordance with the standard policies and procedures of the Clearstream and Euroclear clearing systems.

³ Holders also received in respect of GUC Trust Units subsequent distributions of New GM Securities, and (in some cases) cash in lieu of fractional securities, on or about July 27, 2011 and October 25, 2011.

maintained by the trust administrator and trustee of the Motors Liquidation Company GUC Trust at <https://www.mlcguctrust.com/>.

Wilmington Trust Company is providing this communication in its capacity as GUC Trust Administrator, based upon information supplied to it without independent investigation. You should not rely on Wilmington Trust Company as your sole source of information. Wilmington Trust Company makes no recommendations and gives no investment or legal advice herein, and Holders are urged to consult with their own advisors concerning the Notes and the Plan, including tax advisors concerning the tax treatment of any distributions thereunder.

This Notice is given by:

**Wilmington Trust Company, in its capacity as
GUC Trust Administrator**

June 12, 2012